

UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF TENNESSEE

NIKKI BOLLINGER GRAE, Individually and)	Civil Action No. 3:16-cv-02267
on Behalf of All Others Similarly Situated,)	
Plaintiff,)	Honorable Aleta A. Trauger
vs.)	DECLARATION OF WILLOW E.
CORRECTIONS CORPORATION OF)	RADCLIFFE IN SUPPORT OF
AMERICA, et al.,)	MEMORANDUM OF LAW IN SUPPORT
Defendants.)	OF LEAD PLAINTIFF'S MOTION FOR
_____)	RECONSIDERATION OF THE JANUARY
	18, 2019 ORDER DENYING CLASS
	CERTIFICATION

[REDACTED]

I, WILLOW E. RADCLIFFE, declare as follows:

1. I am an attorney duly licensed to practice before all of the courts of the State of California, including this Court. I am a member of the law firm of Robbins Geller Rudman & Dowd LLP (“Robbins Geller”), Lead Counsel for Lead Plaintiff Amalgamated Bank, as Trustee for the LongView Collective Investment Fund and the proposed Class in the above-captioned action. This declaration is made in support of the Memorandum of Law in Support of Lead Plaintiff’s Motion for Reconsideration of the January 18, 2019 Order Denying Class Certification. I have personal knowledge of the matters stated herein and, if called upon, I could and would competently testify thereto.

2. Attached are true and correct copies of the following exhibits:

Exhibit A: “Review of the Federal Bureau of Prisons’ Monitoring of Contract Prisons,” Office of the Inspector General, U.S. Department of Justice, dated August 11, 2016;

Exhibit B: [REDACTED] [FILED UNDER SEAL];

Exhibit C: [REDACTED] [FILED UNDER SEAL];

Exhibit D: Sally Q. Yates, Deputy Attorney General, “Reducing our Use of Private Prisons,” Memorandum for the Acting Director, Federal Bureau of Prisons, dated August 18, 2016;

Exhibit E: Wells Fargo, “DOJ Creates Uncertainty Around Private Corrections,” dated August 19, 2016;

Exhibit F: [REDACTED] [FILED UNDER SEAL];

Exhibit G: [REDACTED] [FILED UNDER SEAL];

Exhibit H: [REDACTED] [FILED UNDER SEAL];

Exhibit I: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

Exhibit J: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

Exhibit K: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

Exhibit L: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

Exhibit M: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

Exhibit N: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

Exhibit O: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

Exhibit P: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

Exhibit Q: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

Exhibit R: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

Exhibit S: [REDACTED]
[REDACTED] [FILED UNDER SEAL];

[REDACTED]
[REDACTED] [REDACTED]
[FILED UNDER SEAL];

[REDACTED]
[REDACTED] [REDACTED]
[REDACTED] [REDACTED]

[FILED UNDER SEAL];

[REDACTED] [FILED UNDER SEAL];

[REDACTED]
[REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]
[FILED UNDER SEAL];

[REDACTED]
[FILED UNDER SEAL];

[REDACTED]
[FILED UNDER SEAL];

[REDACTED]
[FILED UNDER SEAL];

[REDACTED]
[REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]
[FILED UNDER SEAL];

[REDACTED] [FILED UNDER SEAL];

[REDACTED]

[FILED UNDER SEAL];

FILED UNDER SEAL;

- Exhibit EE: [REDACTED] [FILED UNDER SEAL];
- Exhibit FF: [REDACTED] [FILED UNDER SEAL];
- Exhibit GG: [REDACTED] [FILED UNDER SEAL];
- Exhibit HH: [REDACTED] [FILED UNDER SEAL];
- Exhibit II: Compendium of letters from counsel for Defendants to counsel for Lead Plaintiff transmitting document productions reflecting transmittal dates of the documents attached as exhibits herein.

3. The litigation support team of Robbins Geller maintains all documents produced in this case in a litigation review database. I have spoken with a member of this team who indicates that based on a production tracking system, Defendants produced approximately 389,000 documents after Lead Plaintiff filed its motion for class certification on June 1, 2018. And Defendants reproduced approximately 163,000 documents without technical difficulties after Lead Plaintiff filed its reply in support of class certification on October 26, 2018, with approximately 46,000 documents sent to Lead Plaintiff just eight days prior on October 18, 2018.

4. As set forth, in part, in Exhibit II, certain productions by Defendants contained technical errors identified by Lead Plaintiff requiring reproduction of those documents. As reflected in correspondence from counsel for Defendants, on October 5, 2018, Defendants transmitted a corrected production of Defendants' ninth production (*i.e.*, "COREL009"). An October 18, 2018 letter on its face mentions only production of "COREL015," but also transmitted a second corrected production of COREL009. A October 28, 2018 letter similarly mentions only production of "COREL016," but also transmitted a corrected production of COREL008.

5. Discovery in this action is not completed. First, it is not clear Defendants have completed their document production despite the August 1, 2018 and September 14, 2018 original and extended, respectively, deadlines to substantially complete document production. Second, Lead Plaintiff also expects to receive additional documents including those from the Bureau of Prisons and other third parties, as well as to develop the factual record through depositions and other methods of discovery.

I declare under penalty of perjury that the foregoing is true and correct. Executed on February 1, 2019, at San Francisco, California.

s/ Willow E. Radcliffe
WILLOW E. RADCLIFFE

CERTIFICATE OF SERVICE

I hereby certify under penalty of perjury that on February 1, 2019, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e mail addresses on the attached Electronic Mail Notice List, and I hereby certify that I caused the mailing of the foregoing via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

s/ Willow E. Radcliffe
WILLOW E. RADCLIFFE

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Mailing Information for a Case 3:16-cv-02267 Grae v. Corrections Corporation of America et al

Electronic Mail Notice List

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Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

- (No manual recipients)